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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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|-------------------------------------|---|------------------------------|
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| In re: | : | Chapter 11 |
| | : | Case No. 05-44481 [RDD] |
| DPH HOLDINGS CORP., <i>et al.</i> , | : | |
| | : | |
| Reorganized Debtors, | : | |
| | : | |
| -----X | : | |
| DELPHI AUTOMOTIVE SYSTEMS LLC, | : | |
| | : | |
| Plaintiff, | : | Adv. Pro. No. 07-02541 [RDD] |
| | : | |
| v. | : | |
| | : | |
| NGK AUTOMOTIVE CERAMICS USA, INC., | : | |
| | : | |
| Defendant. | : | |
| -----X | : | |

**REORGANIZED DEBTORS' (A) RESPONSE TO THE REPLY OF NGK
AUTOMOTIVE CERAMICS USA, INC. DATED OCTOBER 7, 2011
AND (B) JOINDER IN REORGANIZED DEBTORS' OMNIBUS SUPPLEMENTAL
RESPONSE TO CERTAIN DEFENDANTS' SUBMISSIONS REGARDING THE
OCTOBER 2, 2009 SUPPLEMENTAL POSTCONFIRMATION
EXTENSION OF AVOIDANCE ACTION SERVICE DEADLINE MOTION**

TO THE HONORABLE ROBERT D. DRAIN,
UNITED STATES BANKRUPTCY JUDGE:

DPH Holdings Corporation and certain of its affiliated reorganized
debtors ("Plaintiffs"), as plaintiffs in certain adversary proceedings (the "Adversary

Proceedings”),¹ by their conflicts counsel Togut, Segal & Segal LLP (the “Togut Firm”). hereby submit Reorganized Debtors’ (A) Response to the Reply [the “NGK Reply”] of NGK Automotive Ceramics USA, Inc. [“NGK”] dated October 7, 2011,² and (B) Joinder in Reorganized Debtors’ Omnibus Supplemental Response to Certain Defendants’ Submissions Regarding the October 2, 2009 Supplemental Postconfirmation Extension of Avoidance Action Service Deadline Motion (the “Omnibus Response”).

In response to the NGK Reply, Plaintiffs respectfully state:

1. In the Adversary Proceedings in which the Togut Firm represents the Plaintiffs, NGK is the only defendant that has filed papers asserting that it received inadequate notice of this Court’s hearing concerning the Final Extension Order (the “Hearing”) that provided a final extension of time under Federal Rule of Civil Procedure 4(m) to serve defendants with Plaintiffs’ complaint (the “Final Extension Order,” Docket No. 18952).

2. Because the Omnibus Response presents arguments dispositive of the contentions in the NGK Reply, Plaintiffs join in that Response.

3. In addition, because the NGK Reply fails to establish that NGK had no notice of the Hearing, the Court should not deny Plaintiffs leave to amend their complaint. In Plaintiffs’ Response to NGK dated August 2, 2011 (Docket No. 47), Plaintiffs identified material evidentiary gaps in the declaration that NGK submitted

¹ The Adversary Proceedings that have not yet been settled or dismissed are *DPH Holdings Corp., et al. v. NGK, et al.* (Adv. Pro. No. 07-02541) (the “NGK Action”); *DPH Holdings Corp., et al. v. Kostal, et al.* (Adv. Pro. No. 07-02712); *DPH Holdings Corp., et al. v. Waupaca* (Adv. Pro. No. 07-025920; and *DPH Holdings Corp., et al. v. NSK Steering Systems* (Adv. Pro. No. 07-02459).

² The full title of the NGK Reply is “NGK Automotive Ceramics USA, Inc.’s Reply to Reorganized Debtors’ (A) Response to Motion and Supporting Declaration Filed by NGK Automotive Ceramics USA, Inc. in Opposition to Reorganized Debtors’ Motion for Leave to File Amended Complaints and (B) Joinder in Reorganized Debtors’ Omnibus Response.” [Docket No. 51.]

(the “NGK Declaration”) from Roy Gomizawa, President of NGK, concerning whether NGK had received notice of the Hearing. Among other things, Plaintiffs noted that Mr. Gomizawa did not state definitively that NGK had received no prior notice of the Hearing. The NGK Reply fails to remedy the evidentiary gaps in the NGK Declaration because it contains only legal arguments and does not include a supplemental affidavit from Mr. Gomizawa or any other facts in evidentiary form.

4. Moreover, Plaintiffs should not be denied leave to amend their complaint against NGK absent an opportunity to conduct discovery concerning whether NGK received prior notice of the Hearing. This Court should not accept NGK’s conclusory statements as true without allowing Plaintiffs to test them.

For the reasons set forth herein and in the Omnibus Response, (a) Plaintiffs’ motion to amend their complaint against NGK should be granted and (b) the Reorganized Debtors’ Motion to Supplement The Record Of The June 21, 2011 Hearing should be granted.

Dated: New York, New York
October 20, 2011

Respectfully submitted,

DPH Holdings Corp., *et al.*,
By their conflicts counsel,
TOGUT, SEGAL & SEGAL LLP
By:

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